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11 UNITED STATES BANKRUPTCY COURT
12 DISTRICT OF OREGON

13 In re

14 Van's Aircraft, Inc.,

15 Debtor.

Case No. 23-62260-dwh11

**DEBTOR'S AMENDED APPLICATION
FOR ORDER TO EMPLOY HAWKINS
PARNELL & YOUNG, LLP AS
SPECIAL COUNSEL FOR DEBTOR**

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17 Debtor and Debtor-in-Possession Van's Aircraft, Inc. ("Debtor") moves this Court for
18 entry of an order approving the employment of Hawkins Parnell & Young, LLP ("Hawkins
19 Parnell") as special counsel for Debtor. Debtor makes this Application pursuant to 11 U.S.C.
20 § 327(a) and Federal Rule of Bankruptcy Procedure 2014. In support of this Motion, Debtor
21 respectfully states as follows:

- 22 1. On December 4, 2023, Debtor filed its Voluntary Petition for relief under
23 Chapter 11 of Title 11 of the United States Code.
- 24 2. Debtor has continued in possession of its property and is continuing to operate and
25 manage its business and affairs as debtor-in-possession pursuant to Sections 1107(a) and 1108 of
26 Title 11 of the United States Code.

1 3. No request has been made for the appointment of a trustee or examiner, and no
2 official committee of unsecured creditors has been appointed in Debtor's case at this time.

3 4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
4 Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding
5 pursuant to 28 U.S.C. § 157(b)(2).

6 5. Debtor is a kit aircraft manufacturer, founded in 1972. The Van's RV series of
7 aircraft are all-aluminum, low-wing monoplanes of monocoque construction. As of October,
8 2023, over 11,000 Van's RV kits have been reported as completed and flown by customers, with
9 thousands more under construction, making them most numerous of all homebuilt aircraft.
10 Additional information and background regarding Debtor's history, assets, structure, operations,
11 and business are contained in the Declaration of Clyde A. Hamstreet [ECF No. 15].

12 6. Debtor desires to retain and employ Hawkins Parnell as special counsel in this
13 Chapter 11 case, pursuant to Section 327(a) of the Bankruptcy Code, to provide advice and
14 services relating to the Van's Aircraft, Inc. Employee Stock Ownership Plan and Trust ("ESOP")
15 on the terms and subject to the conditions described below.

16 7. The services to be performed by Hawkins Parnell are necessary and in the best
17 interests of Debtor and its estate because Debtor anticipates that it will be terminating all equity,
18 including the ESOP, as part of its plan of reorganization. Moreover, the ESOP retained its own
19 counsel and filed a proof of claim on February 12, 2024, in an amount to be determined.
20 Additionally, approximately 33 proofs of claim, with face values totaling over \$3 million, have
21 recently been filed by current and former employees of Debtor relating to the ESOP. Debtor
22 requires Hawkins Parnell's services to advise it on the issues raised by the ESOP-related claims
23 and with respect to the potential termination of the ESOP.

24 8. Debtor is informed that Rachel J. Markun, the attorney at Hawkins Parnell who
25 will be primarily involved in this representation, has read Local Bankruptcy Rule 2016. Ms.
26 Markun advises clients regarding corporate, tax and fiduciary issues relating to ESOPs and

1 employee benefit plans. She has represented plan fiduciaries, employers, and financial
2 institutions in connection with legislative and regulatory initiatives relating to the Internal
3 Revenue Code, ERISA, and federal securities laws. Ms. Markun counsels many ESOP companies
4 and fiduciaries on a range of compliance, best practices, and risk management issues.

5 9. Subject to Court approval, Debtor has agreed to compensate Hawkins Parnell on
6 an hourly basis in accordance with Hawkins Parnell's ordinary and customary hourly rates in
7 effect on the date services are rendered. The Hawkins Parnell professionals who will be primarily
8 responsible for providing these services, their status, and their 2024 billing rates are as follows:

Name	Status	Hourly Rate
Rachel J. Markun	Partner	\$575
Teresa Y. Huang	Partner	\$425

13 10. From time to time, other Hawkins Parnell attorneys and paralegals may also render
14 services to Debtor in order to take advantage of specialized skills or expertise, to meet the
15 demands of the case schedule, or for other appropriate reasons. Debtor has agreed that Hawkins
16 Parnell will also be compensated for the services of these professionals at their usual and
17 customary hourly rates.

18 11. Hawkins Parnell has not agreed to any variations from, or alterations to, its
19 standard or customary billing arrangements for this engagement.

20 12. None of the Hawkins Parnell professionals included in this engagement have
21 varied their rate based on the geographic location of this bankruptcy case.

22 13. Hawkins Parnell will maintain detailed, contemporaneous time records of
23 expenses incurred, with the rendering of legal services described above by category and nature of
24 services rendered.

25 14. Debtor agrees and understands that Hawkins Parnell has reserved the right to
26 withdraw as counsel to Debtor, and Debtor hereby consents to such a withdrawal, in the event it

1 becomes apparent that Hawkins Parnell will not be paid for its services. Debtor also recognizes
2 that professional fees and costs incurred by Hawkins Parnell are subject to approval by the Court
3 after review of fee applications filed by Hawkins Parnell.

4 15. To the best of Debtor's knowledge, the partners and associates of Hawkins Parnell
5 do not have any connection with Debtor, its creditors, any other party-in-interest, or its respective
6 attorneys or accountants, except as stated in the Rule 2014 Verified Statement of Proposed
7 Professional.

8 16. A proposed Order Authorizing Employment of Hawkins Parnell & Young, LLP
9 as Special Counsel for Debtor is attached as **Exhibit 1**.

10 For the reasons stated in this Application, Debtor requests that the Court enter an order
11 authorizing Debtor to employ Hawkins Parnell to represent Debtor as special counsel in this
12 Chapter 11 case as of February 15, 2024, which was the filing date of initial application, with
13 compensation and reimbursement of expenses to be paid as an administrative expense in such
14 amounts as may be allowed by this Court after notice and hearing pursuant to Section 330 of the
15 Bankruptcy Code or as otherwise provided by court order.

16 DATED: February 20, 2024.

17 TONKON TORP LLP

18
19 By /s/ Ava L. Schoen

20 Timothy J. Conway, OSB No. 851752
21 Michael W. Fletcher, OSB No. 010448
22 Ava Schoen, OSB No. 044072
23 Attorneys for Debtor
24
25
26

EXHIBIT 1

Proposed Form of Order

UNITED STATES BANKRUPTCY COURT
DISTRICT OF OREGON

In re

Van's Aircraft, Inc.,

Debtor.

Case No. 23-62260-dwh11

**ORDER GRANTING DEBTOR'S
AMENDED APPLICATION FOR
ORDER TO EMPLOY HAWKINS
PARNELL & YOUNG, LLP AS
SPECIAL COUNSEL FOR DEBTOR**

THIS MATTER having come before the Court on upon Debtor's Application for Order to Employ Hawkins Parnell & Young, LLP as Special Counsel for Debtor (the "Application") [ECF No. ____]; the Court having reviewed the Application and the Rule 2014 Verified Statement for Professional; and the Court being duly advised in the premises and finding good cause; now, therefore,

IT IS HEREBY ORDERED that:

1. In accordance with Bankruptcy Code Section 327(a), Debtor is authorized to retain and employ Hawkins Parnell & Young, LLP as special counsel in the above-captioned Chapter 11 case as of February 15, 2024, which was the filing date of initial application, to perform all of the services set forth in the Application, on the terms set forth in the Application.

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2. Hawkins Parnell & Young, LLP's compensation shall be subject to Court approval in accordance with Sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules of this Court, including any procedures that may be established under Local Rule 2016-1, or as otherwise provided by court order.

#

I certify that I have complied with the requirements of LBR 9021-1(a).

Presented by:

TONKON TORP LLP

By

Timothy J. Conway, OSB No. 851752
Michael W. Fletcher, OSB No. 010448
Ava Schoen, OSB No. 044072
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UNITED STATES BANKRUPTCY COURT
DISTRICT OF OREGON

In re

Van's Aircraft, Inc.

Debtor

Case No. 23-62260-dwh11

☐ Amended

**VERIFIED STATEMENT IN SUPPORT OF
EMPLOYMENT APPLICATION**

(Hawkins Parnell & Young, LLP)

Instructions to filer: This statement must be completed by each person proposed to be employed under 11 U.S.C. § 327, 1103, or 1114. If the application also seeks approval of employment of my firm, this form must be completed and signed on behalf of the firm by the member, associate, or employee of the firm who is expected to be primarily responsible for the engagement. If the firm is a law firm proposed to provide services in the case or an associated adversary proceeding, this form must be completed on behalf of the firm by the attorney of record. Any amended statement must include "Amended" in the title, be complete, and clearly identify changes from the previous filed version. Italicized text below constitutes further instructions.

I, Rachel J. Markun, make this statement in support of the application for approval of my employment by *[enter name of proposed employer, for example, name of debtor in possession, trustee, or creditors committee]* Van's Aircraft, Inc. (employer). If the application also seeks approval of employment of my firm, I make this statement on behalf of myself, my firm, and each other member, associate, or employee of my firm whom I expect to perform services for the employer in or in connection with this case, and each statement below is on behalf of each of those persons. Otherwise, paragraphs 2.3 and 2.5 below do not apply to this statement.

1. Disinterestedness

1.1. I am not a creditor of the debtor except:

Applicant is not a creditor of the debtor.

1.2. I am not an equity security holder of the debtor.

1.3. I am not and was not, within two years before the date of the filing of the petition, a director, officer, or employee of the debtor.

1.4. I do not have an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with, or interest in the debtor or for any other reason.

2. Insider status

- 2.1. I am not a relative of the individual debtor [*"Relative" means an individual related by affinity or consanguinity within the third degree as determined by the common law or individual in a step or adoptive relationship within that third degree.*]
- 2.2. I am not a relative of an individual general partner of the debtor.
- 2.3. My firm is not a partnership in which the debtor is a general partner.
- 2.4. I am not a general partner of or in the debtor.
- 2.5. My firm is not a corporation of which the debtor is a director, officer, or person in control. [*"Corporation" has the meaning in 11 U.S.C. § 101(9) and includes limited liability company but not limited partnership.*]
- 2.6. I am not an officer or director of the debtor.
- 2.7. I am not a person in control of the debtor.
- 2.8. I am not a relative of a general partner, director, officer, or person in control of the debtor.
- 2.9. If the debtor is a municipality, I am not an elected official of the debtor or a relative of an elected official of the debtor.
- 2.10. I am not a managing agent of the debtor.

3. Affiliates of the debtor [*If the debtor has no affiliates, the affiliates list should say "None." In the balance of this statement, "affiliate" means an affiliate on the affiliates list below.*]

- 3.1. If I am an attorney proposed for employment as general bankruptcy counsel for the trustee or chapter 11 debtor in possession, the trustee or debtor in possession has with my advice prepared the list below of the debtor's affiliates, as that term is defined in 11 U.S.C. § 101(2), including each affiliate's name and relationship to the debtor.
- 3.2. If I am not an attorney described in paragraph 3.1 above, I have obtained from the trustee, chapter 11 debtor in possession, or the general bankruptcy counsel for the trustee or debtor in possession the list below of the debtor's affiliates, prepared in accordance with paragraph 3.1 above.
- 3.3. I am not an affiliate or an insider of an affiliate as if such affiliate were the debtor. [*"Insider" includes persons and other entities having a relation to the debtor listed in part 2 above.*]

4. Employment by chapter 11 committee

If I am proposed to be employed by a chapter 11 committee of creditors, equity-security holders, or retirees, I do not represent any other entity having an adverse interest in connection with the case.

5. Connections

I have no business, professional, personal, financial, or other connections with the debtor, affiliates, creditors, any party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee except:

1. Applicant represents the shareholder of a corporate client of Tonkon Torp LLP (attorneys for Debtor) in a transaction where Applicant and Tonkon Torp LLP have jointly pursued efforts in connection with their respective clients; and
2. Applicant represents unsecured creditor UPS Supply Chain Solutions in matters unrelated to the Debtor.

6. Compensation

- 6.1. If I am an attorney representing the debtor in or in connection with this case, the following are the details of all compensation paid or agreed to be paid to me within one year before the petition date for services rendered or to be rendered in contemplation of or in connection with this case, including payments made to me by either the debtor or a third party for any services rendered to the debtor within one year before filing of the petition:

No compensation received from or in relation to Debtor within one year prior to filing of the petition.

- 6.2. If I am proposed to be employed by the trustee or, in a chapter 11 case, by the debtor in possession or a committee of creditors, equity-security holders, or retirees, I do not represent or hold an interest adverse to the interest of the estate with respect to the matter on which I am proposed to be employed.

If, during this case, any of the above statements ceases to be correct because of events occurring or information that I gain after the petition date, I agree to immediately file an amended statement on this form, include "amended" in the title, and clearly identify any changes.

Executed on 2-15-2024

Napa, CA 94559